

MARVEL[®]
COMICS



MAY
#8

APPROVED
BY THE
COMICS
CODE
AUTHORITY

THE NEXT GENERATION
OF **AVENGERS!**[®]

A NEXT[™]

INTO
THE
DEPTHS!

TO SAVE THE LIFE
OF MAINFRAME,[™]
THE EVER-STUNNING
STINGER MUST
CALL UPON...

THE ALWAYS-
AMAZING
ANT-MAN!



PLUS: THUNDERSTRIKE,
AMERICAN DREAM[™]
AND CRIMSON CURSE[™]
BATTLE AN ALL-NEW
SUPER-MENACE!

STAN LEE PROUDLY PRESENTS...

HOWLING LIKE A WOUNDED ANIMAL, THE EMERGENCY ALARM SHATTERS THE SILENCE OF AVENGERS COMPOUND WITH ITS PLAINITIVE CRY. FIVE YOUNG HEROES IMMEDIATELY EXPLODE INTO ACTION, THEIR FACES GRIM WITH ANTICIPATION. ONCE AGAIN, THE WORLD NEEDS THE NEXT GENERATION OF EARTH'S MIGHTIEST HEROES...

AVENGERS ASSEMBLE!

THE ALARM'S COMING FROM OUR COMMUNICATIONS CENTER!

A NEXT INTO THE DEPTHS!

SWELL! I WAS JUST ABOUT TO SETTLE INTO A NEW VIDEO GAME.

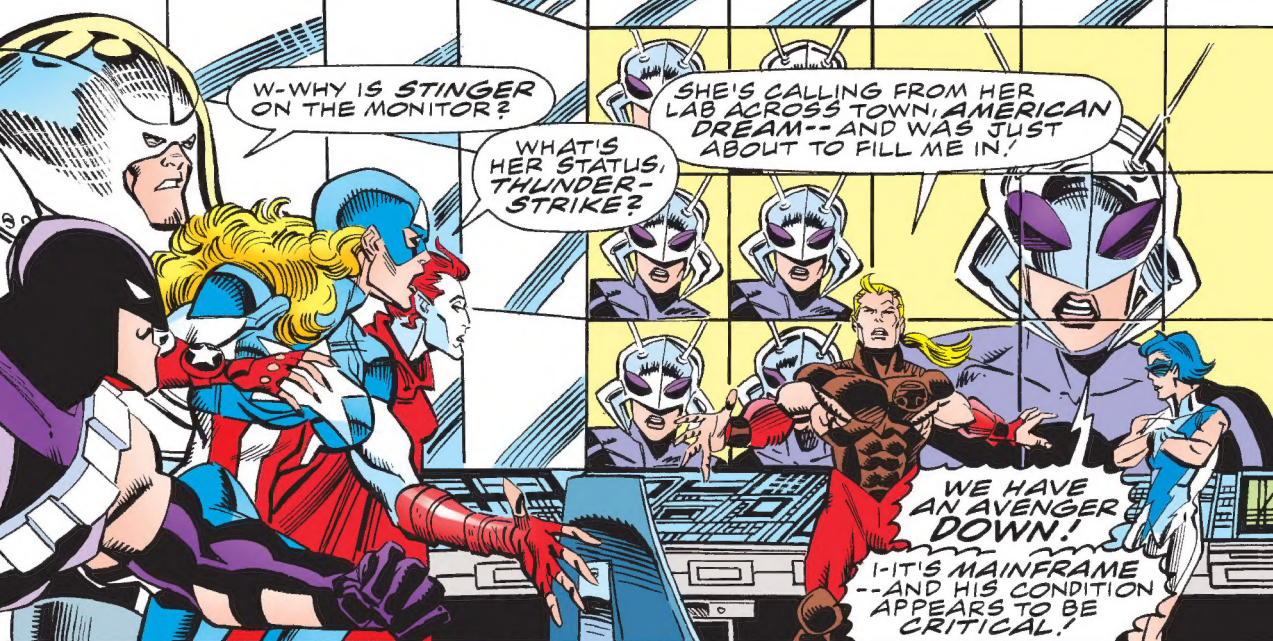
THINK YOU'VE GOT PROBLEMS, JUGGIE?

ANOTHER MINUTE, AND I WOULD HAVE BEEN OUT THE DOOR TO MEET A MOST LOVELY LUNCHEON COMPANION.

QUIT YOUR MOANING, GENTLEMEN!

THIS COULD BE REAL TROUBLE! I CAN ALREADY SEE THUNDERSTRIKE IN THE COM ROOM --AND HE'S NOT HAPPY!

TOM DEFALCO & RON FRENZ--WORDS/PLOT/PENCILS
AL MILGROM--FINISHED ART
JIM NOVAK--CALLIGRAPHY
BOB SHAREN--COLOR ARTIST
BOB HARRAS--EDITOR IN CHIEF



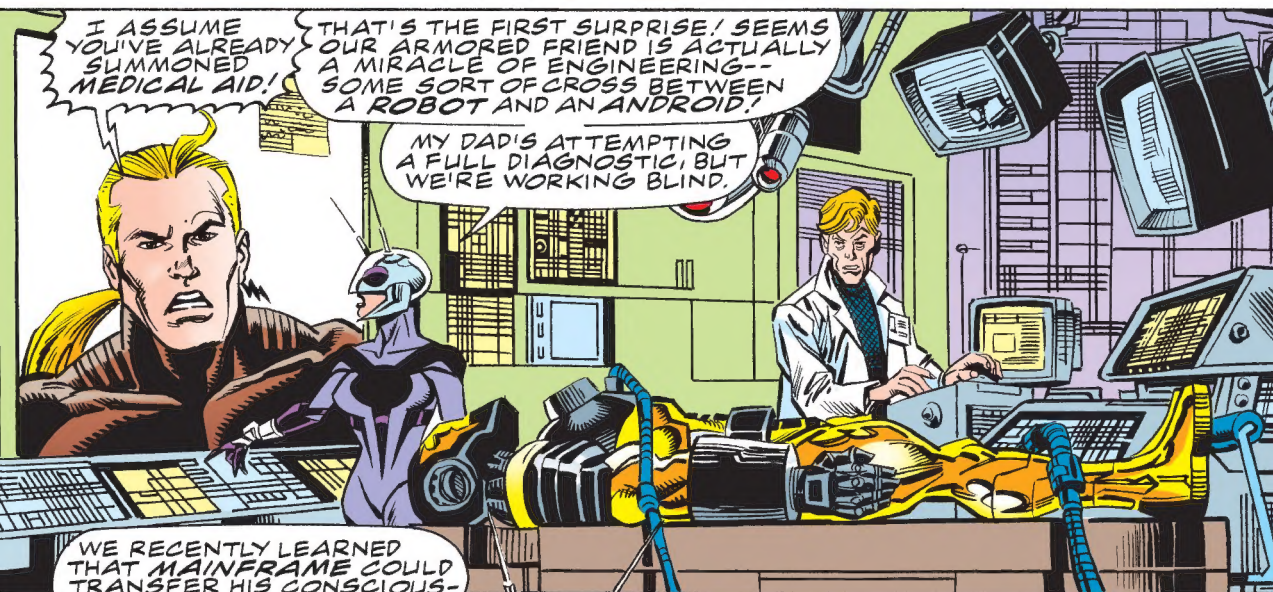
W-WHY IS **STINGER** ON THE MONITOR?

WHAT'S HER STATUS, **THUNDER-STRIKE**?

SHE'S CALLING FROM HER LAB ACROSS TOWN, **AMERICAN DREAM**-- AND WAS JUST ABOUT TO FILL ME IN!

WE HAVE AN **AVENGER** DOWN!

IT'S **MAINFRAME**-- AND HIS CONDITION APPEARS TO BE **CRITICAL**!



I ASSUME YOU'VE ALREADY SUMMONED **MEDICAL AID**!

THAT'S THE FIRST SURPRISE! SEEMS OUR ARMORED FRIEND IS ACTUALLY A MIRACLE OF ENGINEERING-- SOME SORT OF CROSS BETWEEN A **ROBOT** AND AN **ANDROID**!

MY DAD'S ATTEMPTING A FULL DIAGNOSTIC, BUT WE'RE WORKING BLIND.

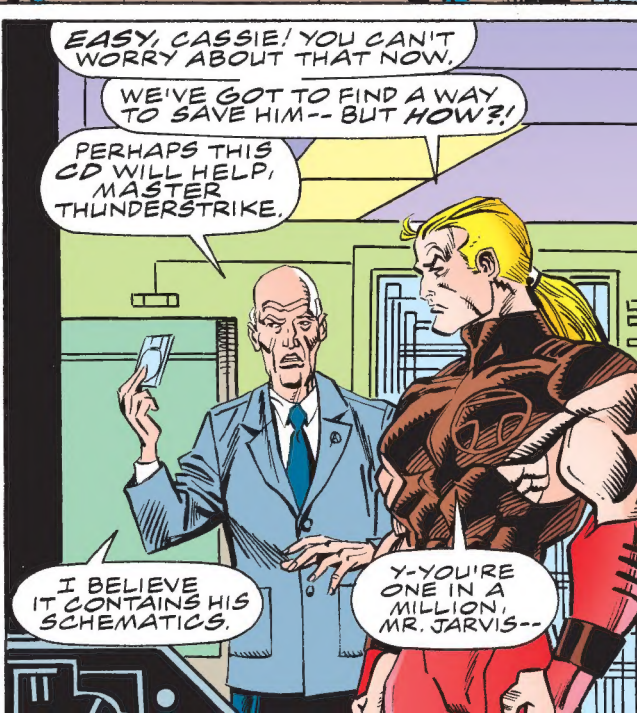
WE RECENTLY LEARNED THAT **MAINFRAME** COULD TRANSFER HIS CONSCIOUSNESS FROM ONE ROBOT SHELL TO THE NEXT--

--UNTIL HE EXHAUSTED HIS SUPPLY WHILE BATTLING A SUPER-ASSASSIN CALLED **ION MAN**!*



H-HE FELL WHILE TRYING TO SAVE ME, ME! AFTER THE WAY I'VE TREATED HIM!

*AS SHOWN LAST ISSUE.



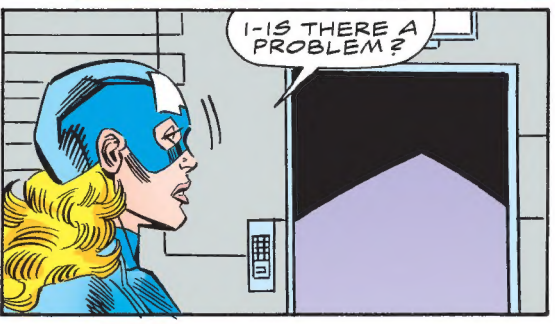
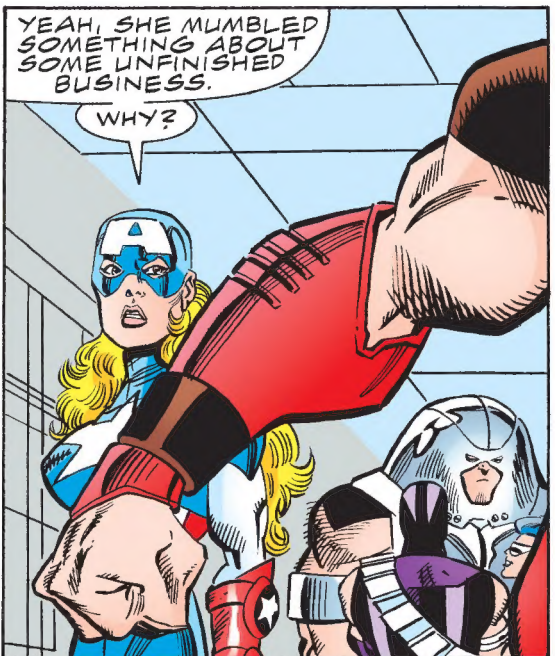
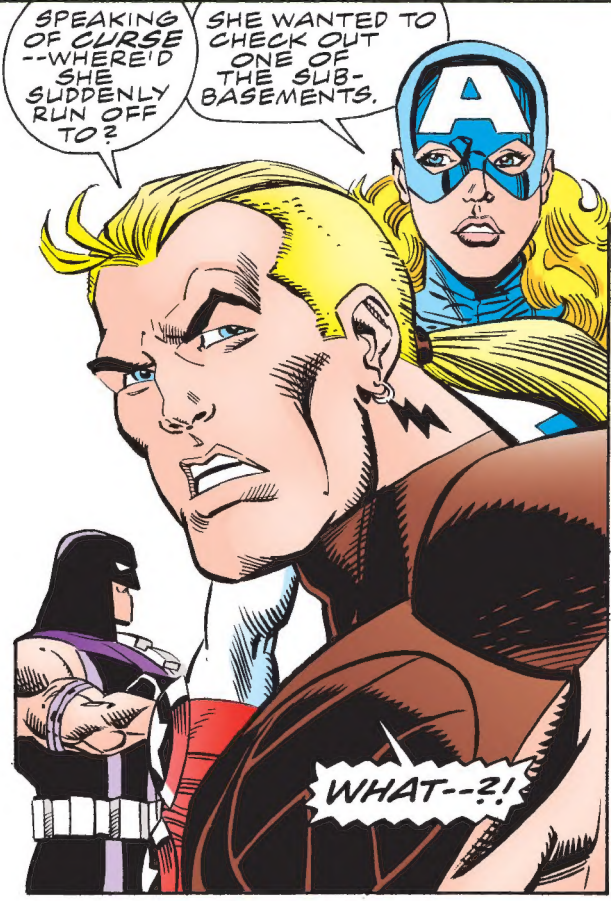
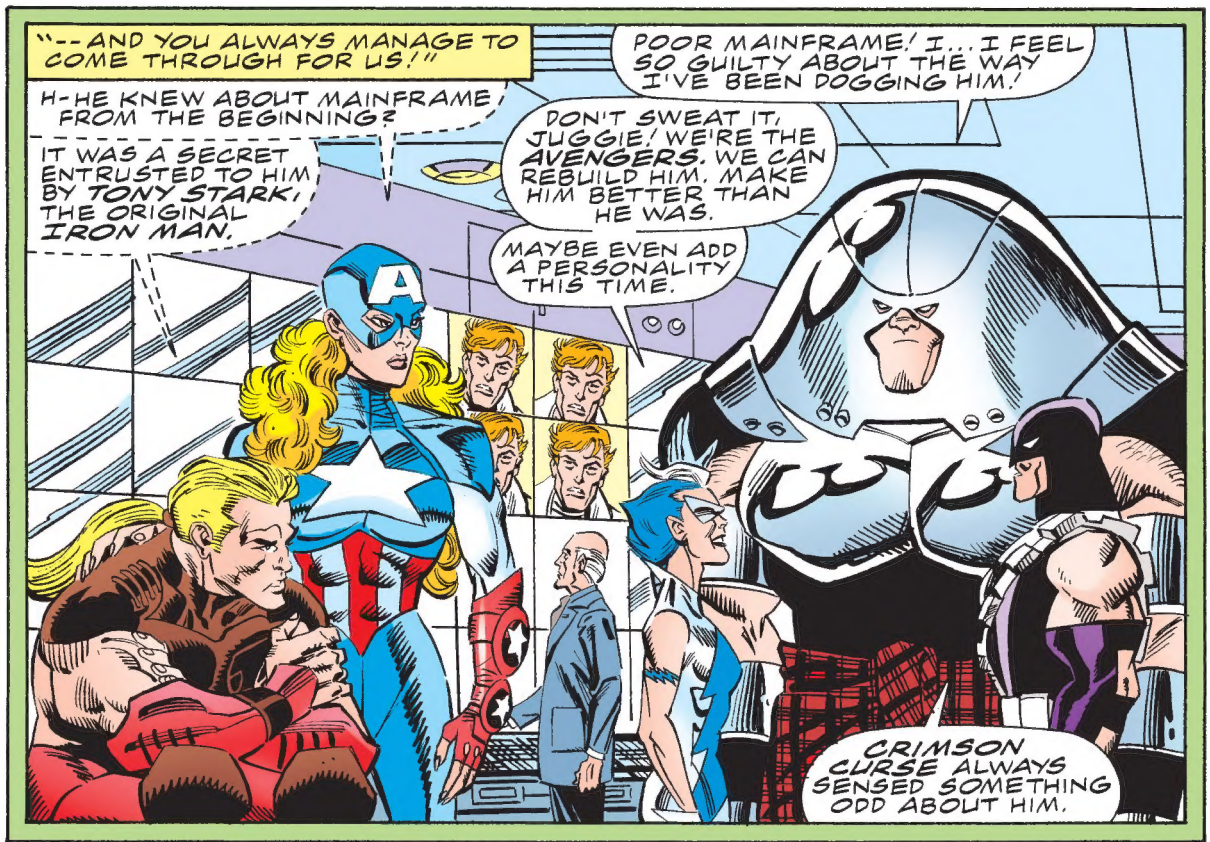
EASY, **CASSIE**! YOU CAN'T WORRY ABOUT THAT NOW.

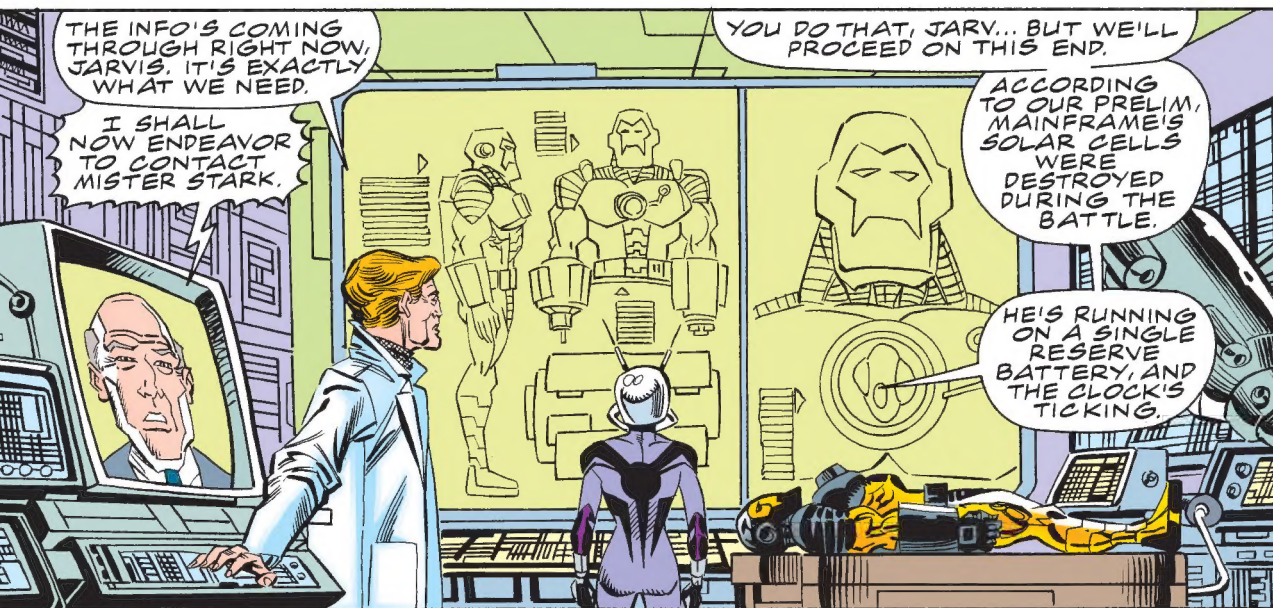
WE'VE GOT TO FIND A WAY TO SAVE HIM-- BUT HOW?!

PERHAPS THIS **CD** WILL HELP, **MASTER THUNDERSTRIKE**.

I BELIEVE IT CONTAINS HIS **SCHEMATICS**.

Y-YOU'RE ONE IN A MILLION, **MR. JARVIS**--





THE INFO'S COMING THROUGH RIGHT NOW, JARVIS. IT'S EXACTLY WHAT WE NEED.

YOU DO THAT, JARV... BUT WE'LL PROCEED ON THIS END.

I SHALL NOW ENDEAVOR TO CONTACT MISTER STARK.

ACCORDING TO OUR PRELIM, MAINFRAME'S SOLAR CELLS WERE DESTROYED DURING THE BATTLE.

HE'S RUNNING ON A SINGLE RESERVE BATTERY, AND THE CLOCK'S TICKING.

THERE'S THE PROBLEM, CASS! THAT MODULE HOUSES MAINFRAME'S PROGRAMMING.

IT SHOULD HAVE BROADCAST HIS MIND INTO ANOTHER ROBOT.

ARE YOU SUGGESTING WE RIP HIM OPEN, AND SOMEHOW BLAST THAT MODULE INTO SPACE?

IT'S A LITTLE MORE COMPLICATED THAN THAT... BUT... ESSENTIALLY!

T-THIS ISN'T MY FIELD, I... I FEEL SO HELPLESS.

IN CASE YOU'VE FORGOTTEN... A LONG, LONG TIME AGO, YOUR DAD USED TO BE AN AVENGER CALLED THE ANT-MAN!

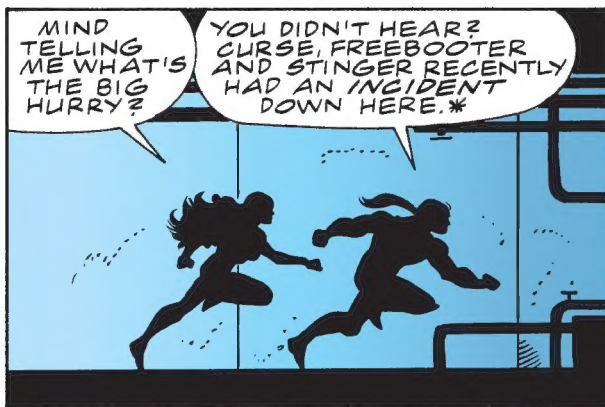
I PROPOSE WE DO THE OLD SHRINK THING, SLIP INSIDE OUR METAL FRIEND, AND DEPLOY THE MODULE MANUALLY.

B-BUT THERE AREN'T ANY!

THEN, ACCORDING TO THE SPECS, IT SHOULD HAVE AUTOMATICALLY RETURNED TO THE SATELLITE THAT USUALLY STORES THE SPARES.

AAAAH, BUT IT IS MY FIELD!

YOU GAME--?!



MIND
TELLING
ME WHAT'S
THE BIG
HURRY?

YOU DIDN'T HEAR?
CURSE, FREEBOOTER
AND STINGER RECENTLY
HAD AN INCIDENT
DOWN HERE.*

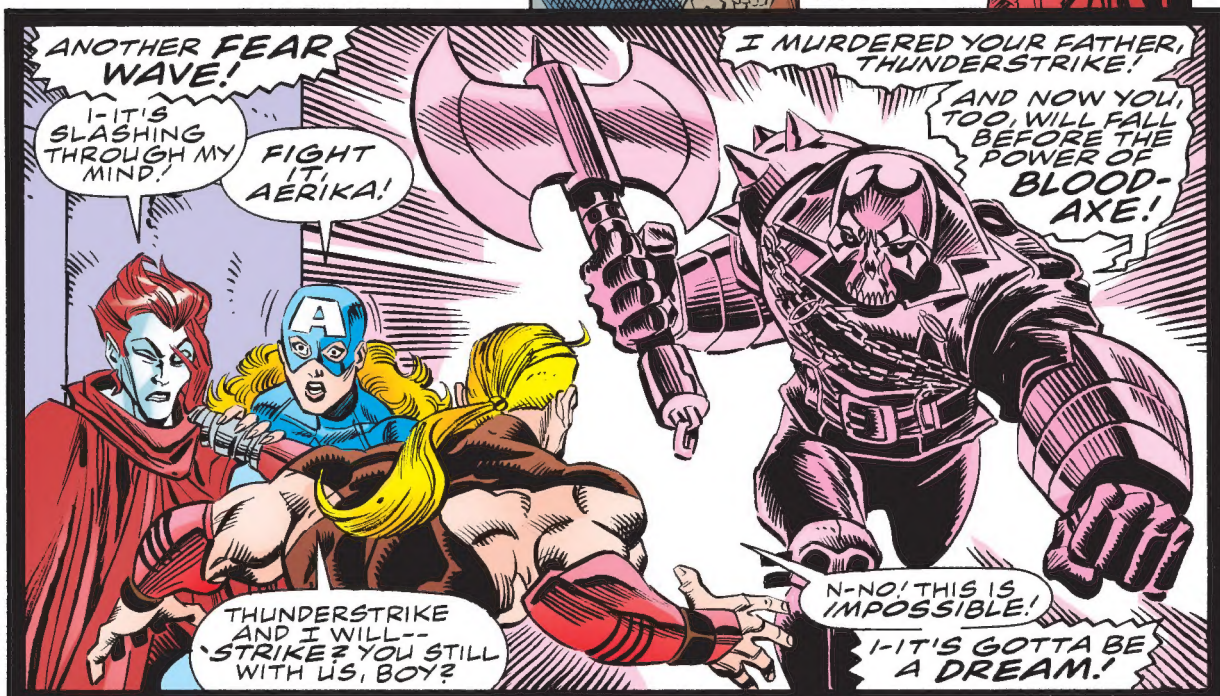
*IT HAPPENED IN A-NEXT #6!



THEY WERE
INVESTIGATING
THIS VERY SUB-
BASEMENT WHEN
THEY WERE
OVERWHELMED
BY SOME WILD
HALLUCINATIONS
THAT--HEY!

BE SILENT-- AND
STEEL YOUR-
SELVES! CAN'T
YOU FEEL IT,
COMING--?!

F-FEEL
WHAT--?!



ANOTHER FEAR
WAVE!

I-IT'S
SLASHING
THROUGH MY
MIND!

FIGHT
IT,
AERIKA!

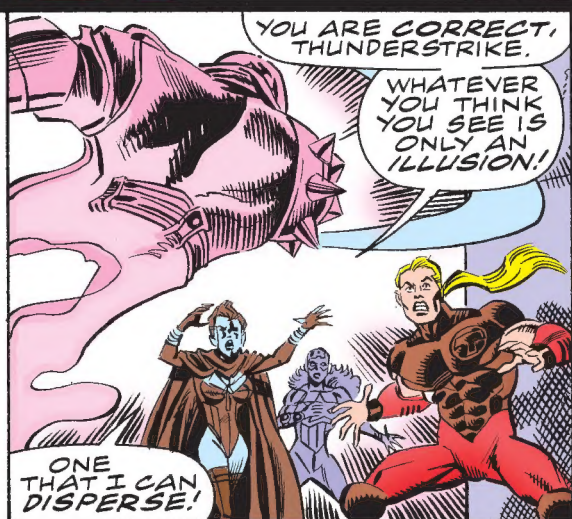
I MURDERED YOUR FATHER,
THUNDERSTRIKE!

AND NOW YOU,
TOO, WILL FALL
BEFORE THE
POWER OF
BLOOD-
AXE!

THUNDERSTRIKE
AND I WILL--
STRIKE? YOU STILL
WITH US, BOY?

N-NO! THIS IS
IMPOSSIBLE!

I-IT'S GOTTA BE
A DREAM!



YOU ARE CORRECT,
THUNDERSTRIKE.

WHATEVER
YOU THINK
YOU SEE IS
ONLY AN
ILLUSION!

ONE
THAT I CAN
DISPERSE!

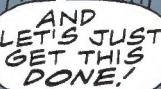
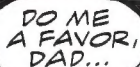
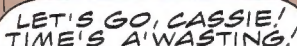


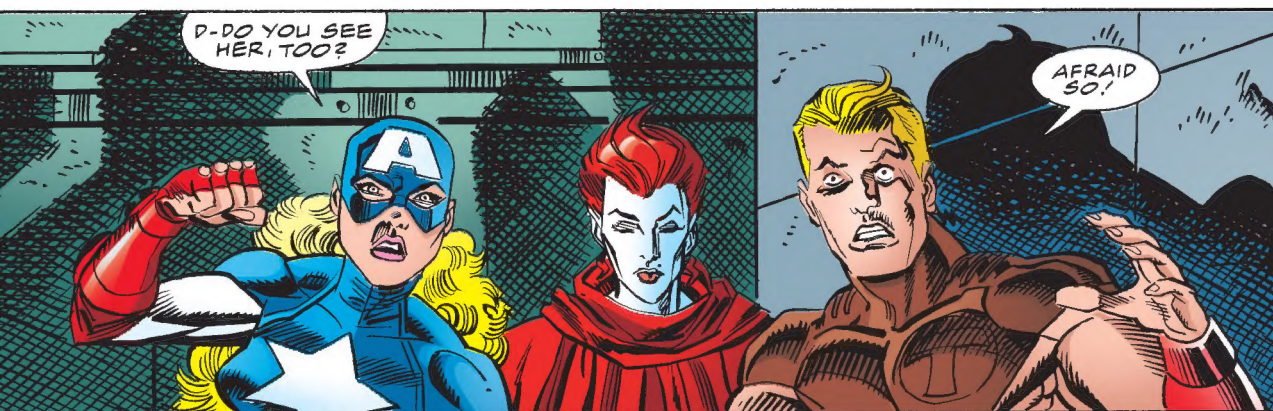
NICE GOING,
CURSE! YOUR
MAGIC MUST
HAVE WORKED!
HE'S ALREADY
CALMING--
OH, NO!

SOMETHING
ELSE SEEMS
TO BE
FORMING!

Y-YOU'D BETTER
COVER CURSE!

SHE MAY BE
OUR ONLY
DEFENSE AGAINST
THIS...WHATEVER
IT IS!





D-DO YOU SEE HER, TOO?

AFRAID SO!



BEGONE!

I AM THE GUARDIAN OF THE GREAT BEYOND, THE PROTECTOR OF THE DARK BARRIER!

FOR THE SAKE OF ALL HUMANKIND, I BEG YOU TO LEAVE THIS PLACE!



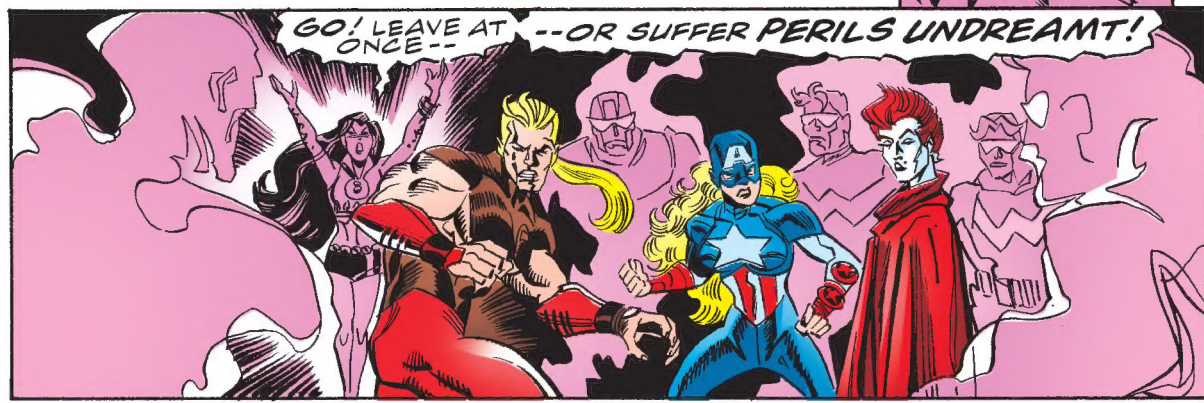
BE AT PEACE, O'GUARDIAN! WE HAVE SENSED YOUR PAIN AND LONELINESS FROM AFAR!

IF IT IS WITHIN OUR POWER, WE WILL EASE YOUR SUFFERING.

FOOL! ONLY ONE CAN ALLEVIATE THE TERRIBLE BURDEN I BEAR--

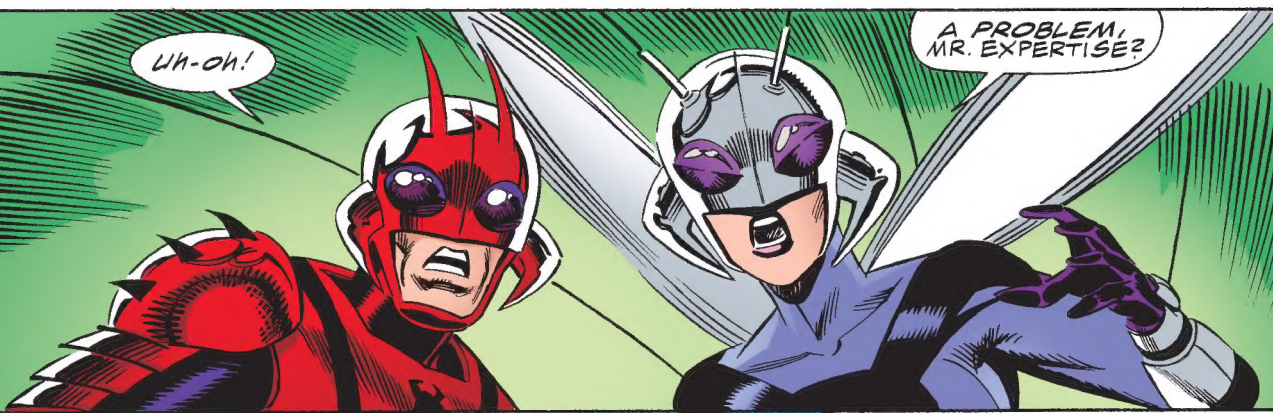


--AND I HAVE LONG DESPAIRED OF HIS PROMISED RETURN.



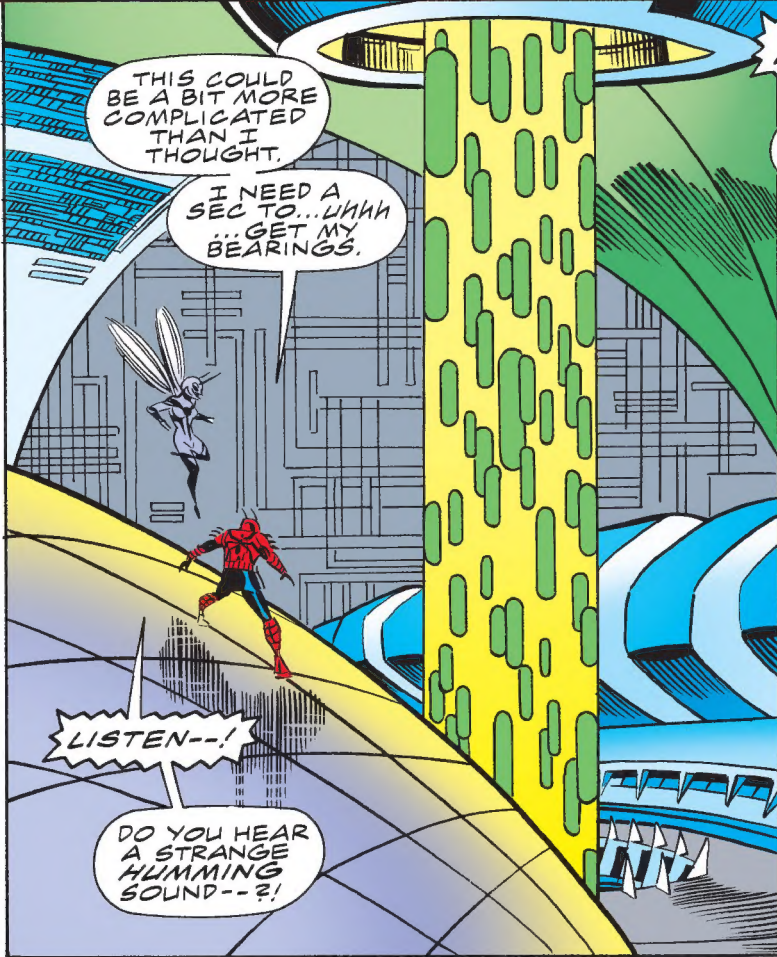
GO! LEAVE AT ONCE--

--OR SUFFER PERILS UNDREAMT!



UH-OH!

A PROBLEM, MR. EXPERTISE?

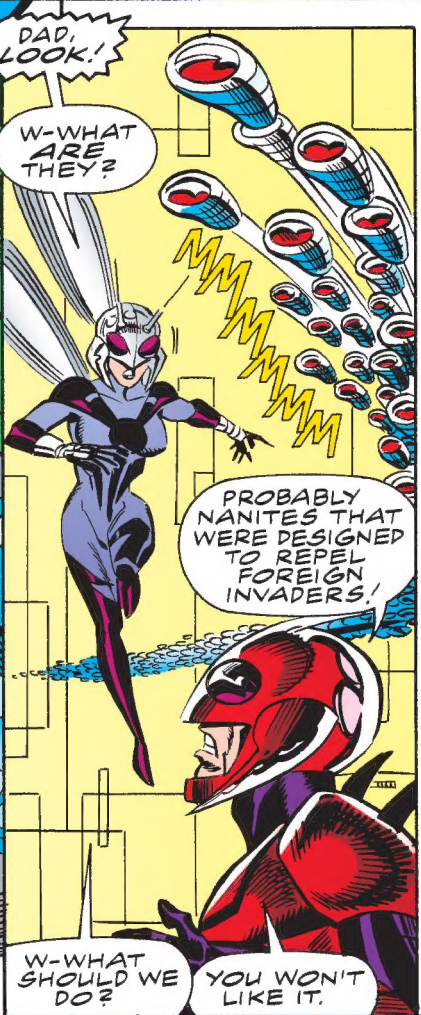


THIS COULD BE A BIT MORE COMPLICATED THAN I THOUGHT.

I NEED A SEC TO... UHHH... GET MY BEARINGS.

LISTEN--!

DO YOU HEAR A STRANGE HUMMING SOUND--?!



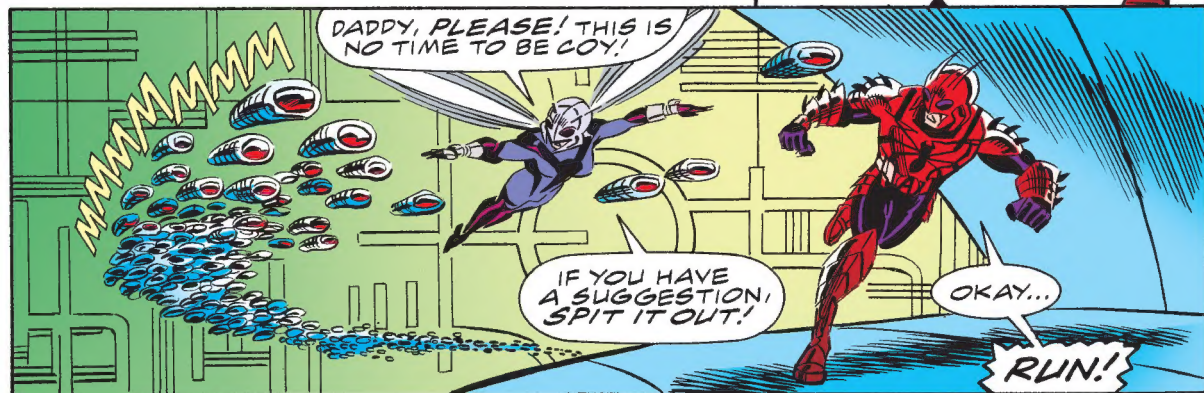
DAD, LOOK!

W-WHAT ARE THEY?

PROBABLY NANITES THAT WERE DESIGNED TO REPEL FOREIGN INVADERS!

W-WHAT SHOULD WE DO?

YOU WON'T LIKE IT.

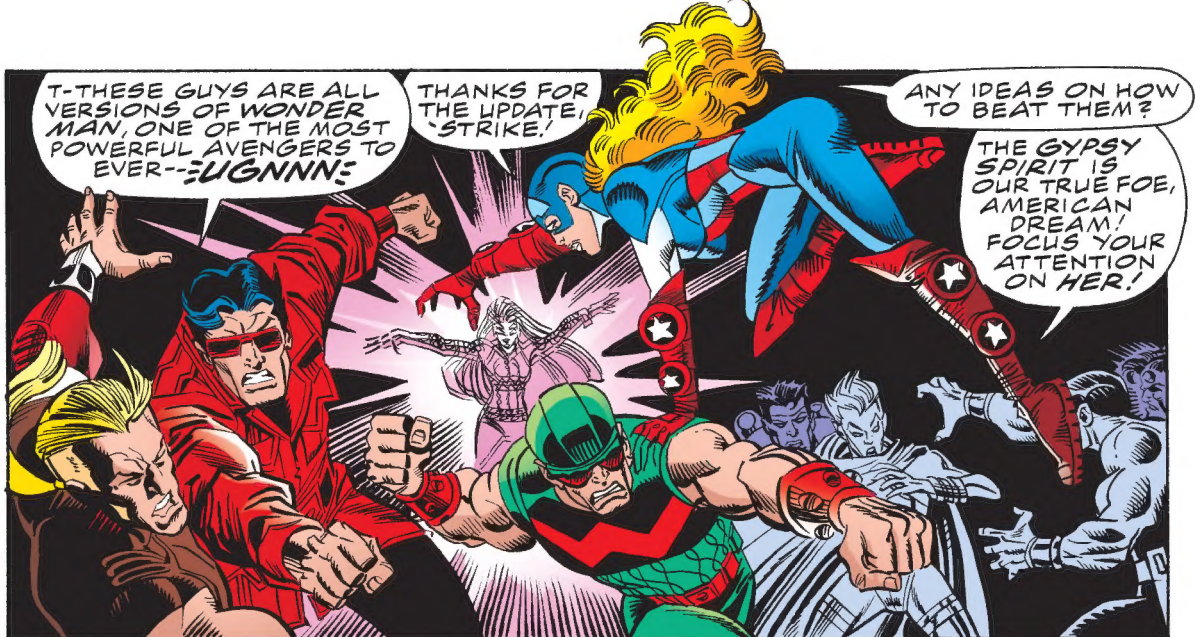


DADDY, PLEASE! THIS IS NO TIME TO BE COY!

IF YOU HAVE A SUGGESTION, SPIT IT OUT!

OKAY...

RUN!



INCREDIBLE! THE ROOTS OF THE EARTH CAN ACTUALLY HOLD THESE MANIFESTATIONS AT BAY!

THESE ARE NO MERE ILLUSIONS! THEY'RE TRUE PHYSICAL BEINGS!

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THESE ARE NO MERE ILLUSIONS! THEY'RE TRUE PHYSICAL BEINGS!

HOW DO YOU COME TO WIELD SUCH POWER, GYPSY?

SO MANY QUESTIONS... AND ALWAYS THE SAME ANSWER!

BY WHAT RIGHT DO YOU RESIDE WITHIN AVENGERS COMPOUND?

WHY MUST YOU DRIVE US AWAY?

I AM SHE WHO MUST PROTECT THIS PRECIOUS WORLD FROM THE DARK INVASION!

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WHY MUST YOU DRIVE US AWAY?

I AM SHE WHO MUST PROTECT THIS PRECIOUS WORLD FROM THE DARK INVASION!

SOUNDS LIKE OUR JOB, LADY! MAYBE WE SHOULD ALL--

==HOO-BOY==

KRRREEE

CHECK IT OUT
THERE'S SOME
MASSIVE DE
BEHIND THA

I'LL BE
WHAT S
TO PR

CHECK IT OUT
THERE'S SOME
MASSIVE DE
BEHIND THA

I'LL BE
WHAT S
TO PR

DREAM! KIND OF VICE DOOR!

THAT'S E'S TRYING TECT!

IT'S POSSIBLE, BUT I REALLY THINK YOU SHOULD--

GET DOWN!

SHROOM!

Uhhh...

RIGHT!

DREAM! KIND OF VICE DOOR!

THAT'S E'S TRYING TECT!

IT'S POSSIBLE, BUT I REALLY THINK YOU SHOULD--

GET DOWN!

SHROOM!

Uhhh...

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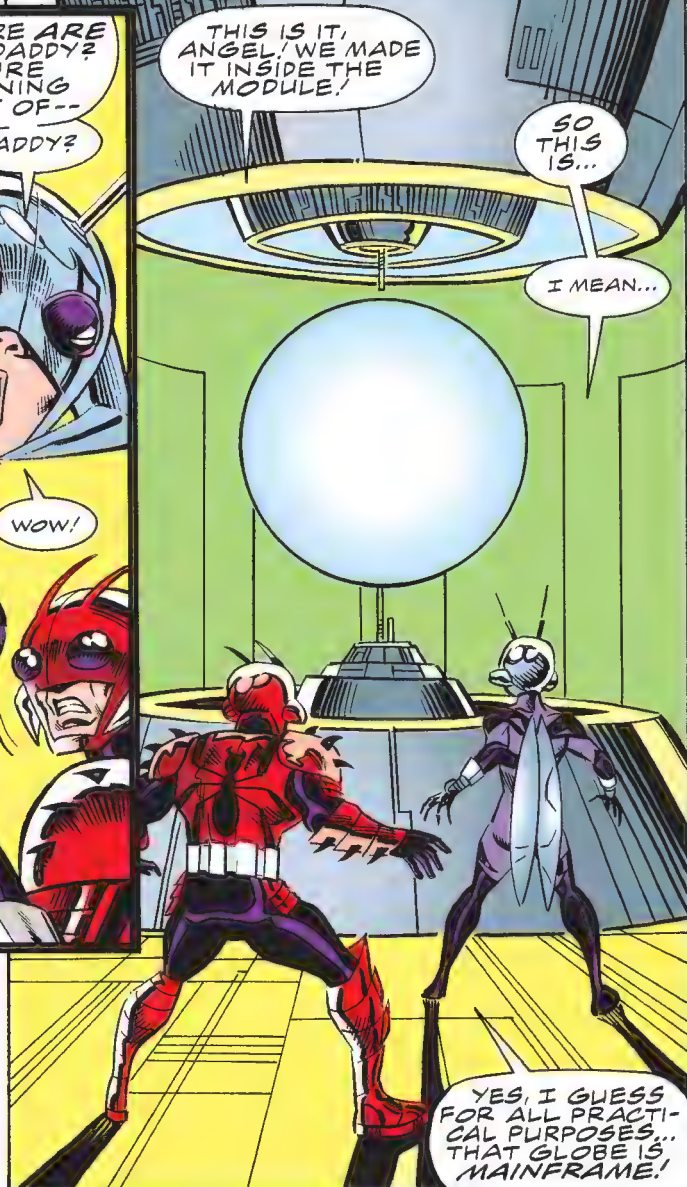
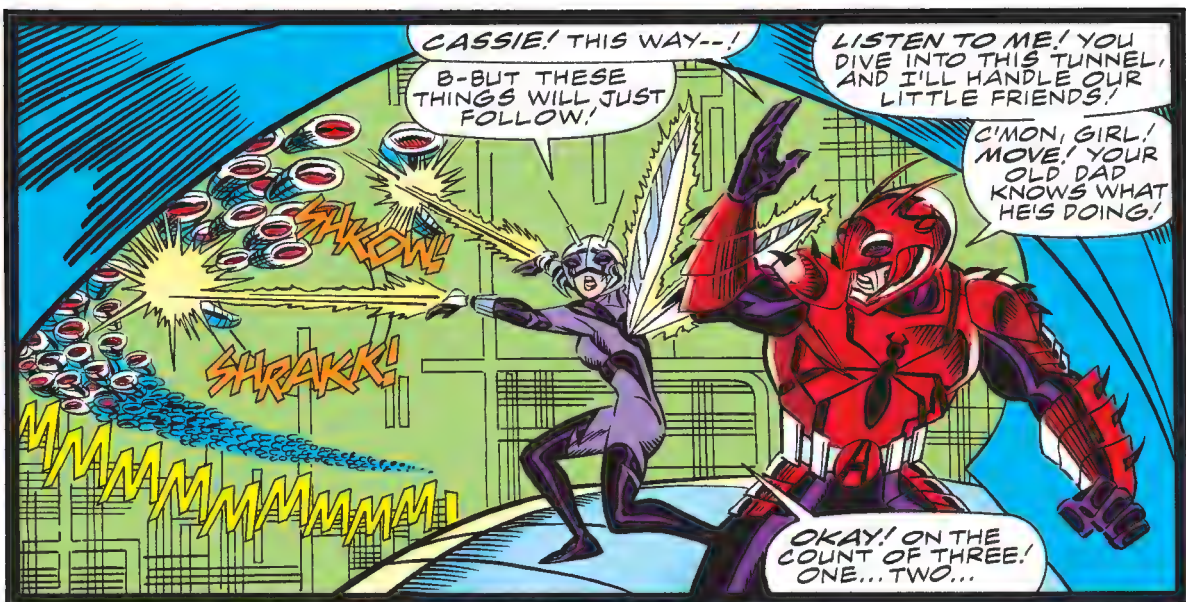
IT'S POSSIBLE, BUT I REALLY THINK YOU SHOULD--

GET DOWN!

SHROOM!

Uhhh...

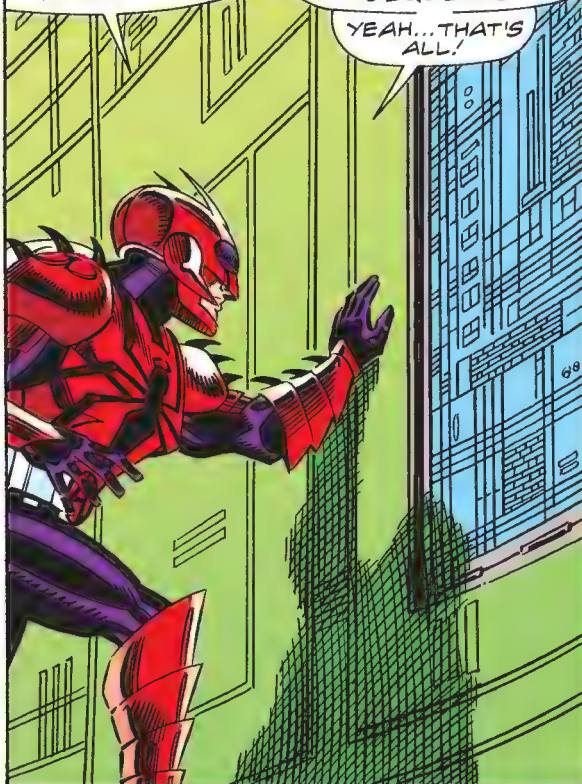
RIGHT!



THERE! THAT SHOULD SEAL OUT THE NANITES FOR THE FORESEEABLE FUTURE!

NOW ALL I'VE GOT TO DO IS FIGURE OUT HOW TO MANUALLY INITIATE THE LAUNCH SEQUENCE.

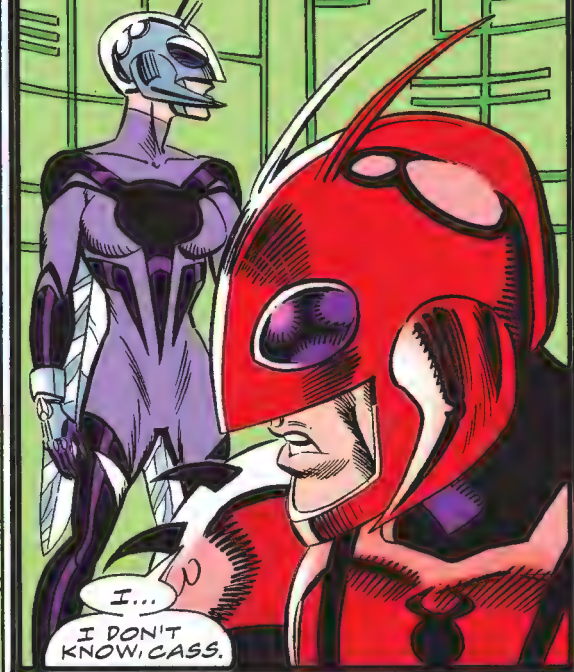
YEAH... THAT'S ALL!



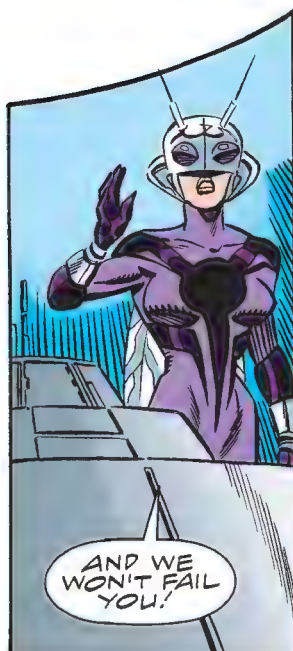
DAD--?! I'M KINDA BUSY HERE, PUNKIN'-- WHAT IS IT?!

IF THAT'S REALLY MAIN-FRAME, DO YOU THINK IT'S POSSIBLE THAT HE CAN-- YOU KNOW-- HEAR US?!

I...
I DON'T KNOW, CASS.

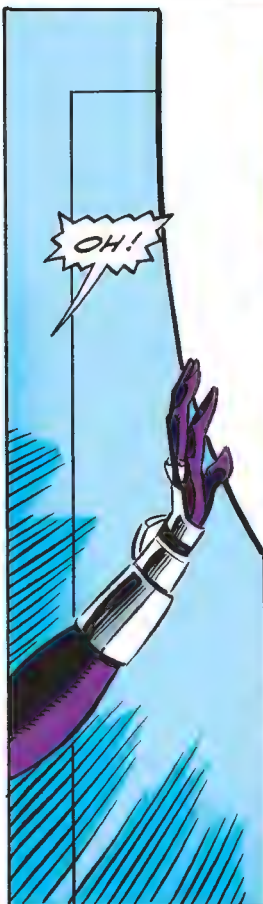


MAINFRAME--?
IT'S ME...
CASSANDRA!
WE'RE HERE,
AVENGER!

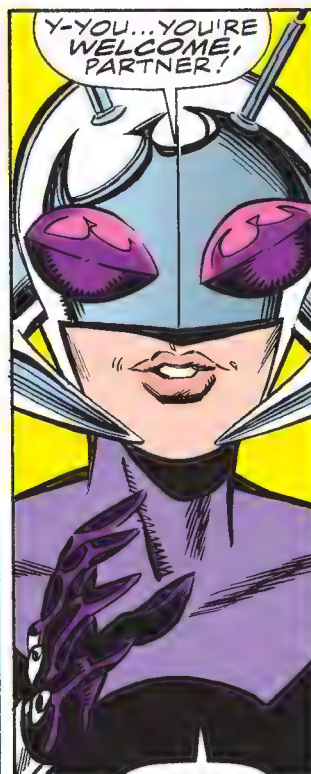


AND WE WON'T FAIL YOU!

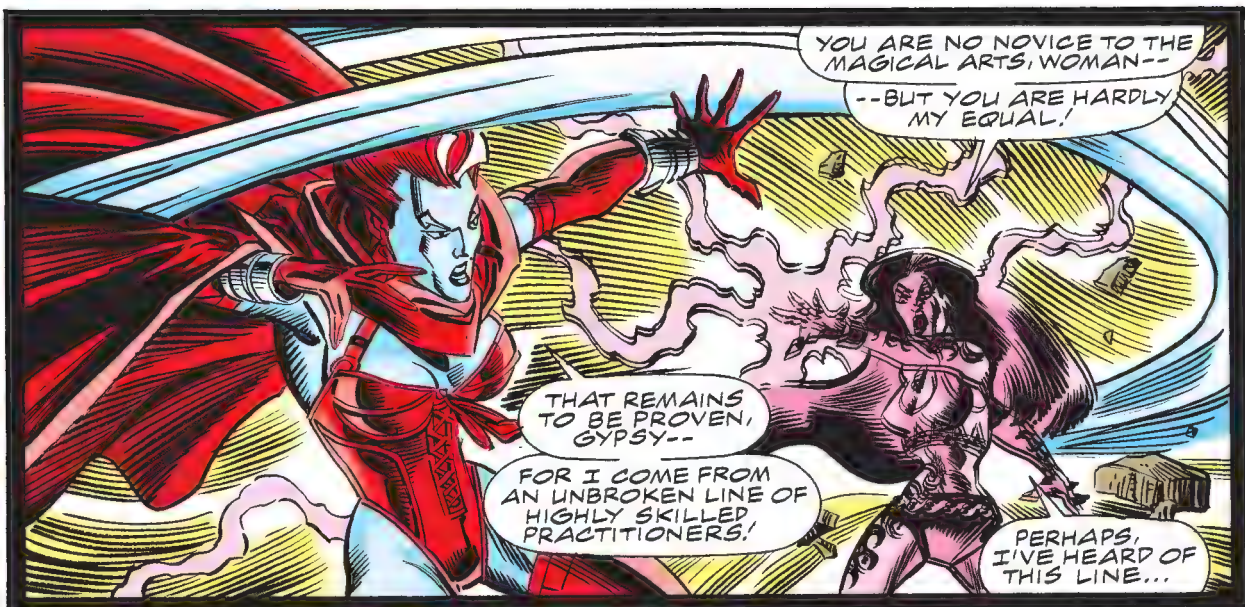
OH!



Y-YOU... YOU'RE WELCOME, PARTNER!



AND... I'M SORRY, TOO.



YOU ARE NO NOVICE TO THE
MAGICAL ARTS, WOMAN--

--BUT YOU ARE HARDLY
MY EQUAL!

THAT REMAINS
TO BE PROVEN,
GYPSY--

FOR I COME FROM
AN UNBROKEN LINE OF
HIGHLY SKILLED
PRACTITIONERS!

PERHAPS,
I'VE HEARD OF
THIS LINE...

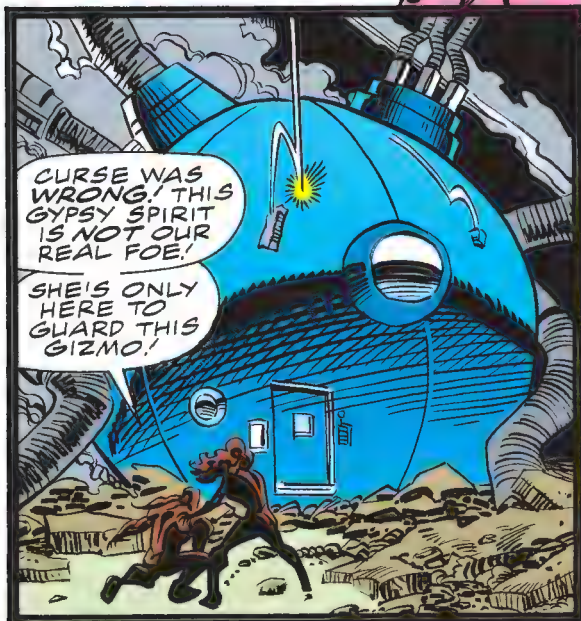
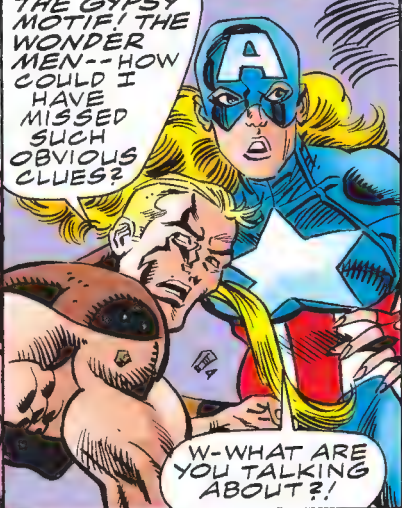
PERHAPS! I AM
CALLED CRIMSON
CURSE, BUT MY REAL
NAME IS AERIKA
HARKNESS... OF
THE SALEM
HARKNESSES!

P-DID YOU SAY...
HARKNESS?!

HEY! LOOK HOW SHE'S
REACTING! IT'S ALMOST
LIKE-- OF COURSE!

THE GYPSY
MOTIF! THE
WONDER
MEN-- HOW
COULD I
HAVE
MISSED
SUCH
OBVIOUS
CLUES?

W-WHAT ARE
YOU TALKING
ABOUT?!

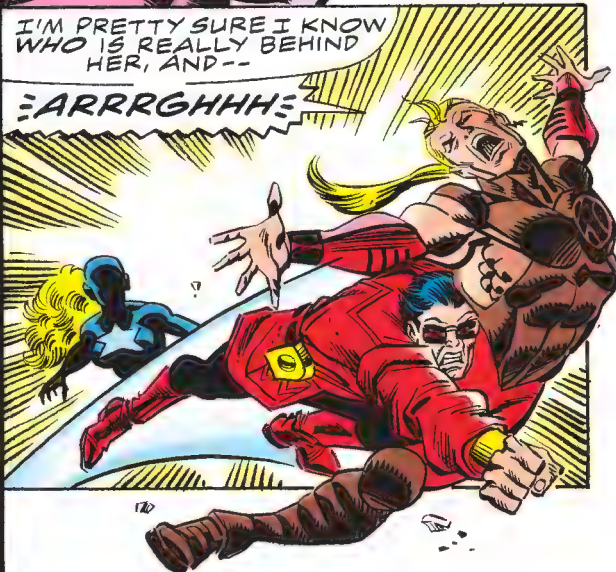


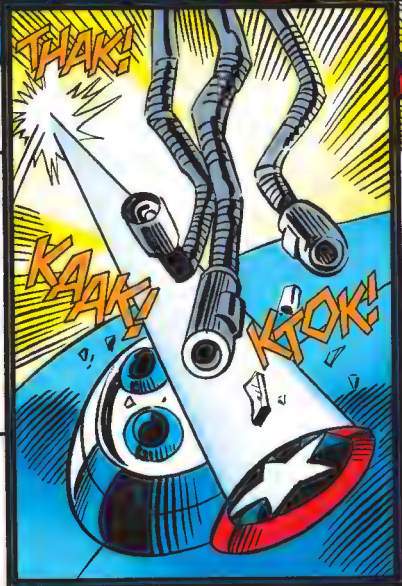
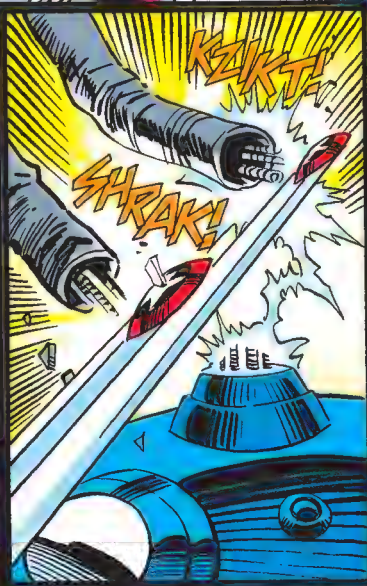
CURSE WAS
WRONG! THIS
GYPSY SPIRIT
IS NOT OUR
REAL FOE!

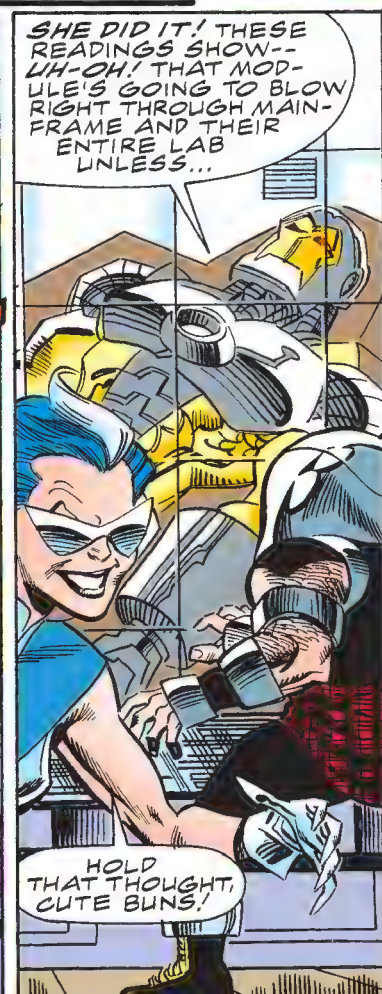
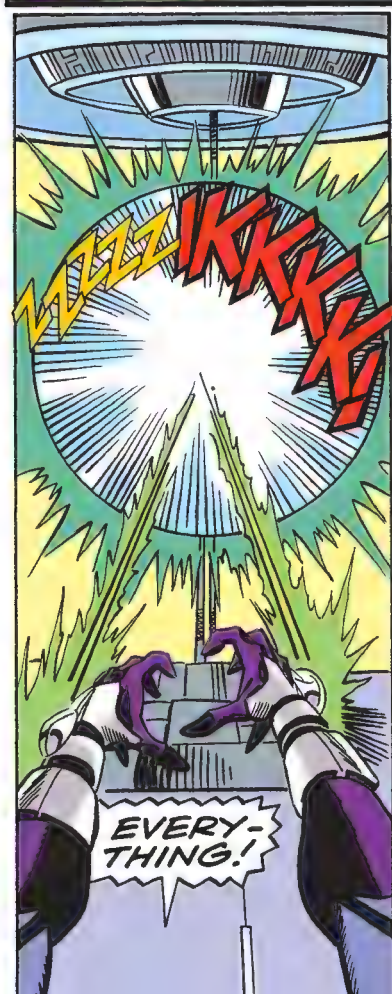
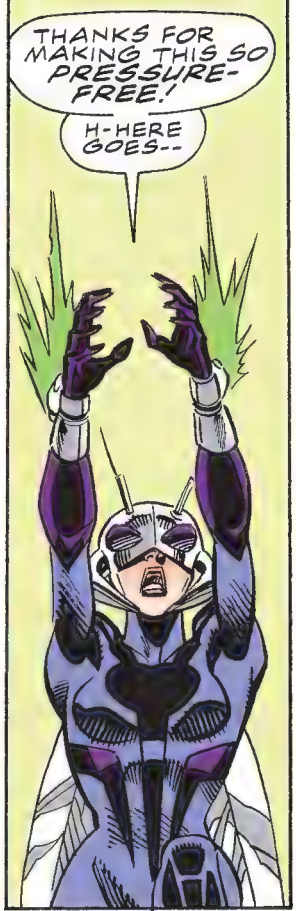
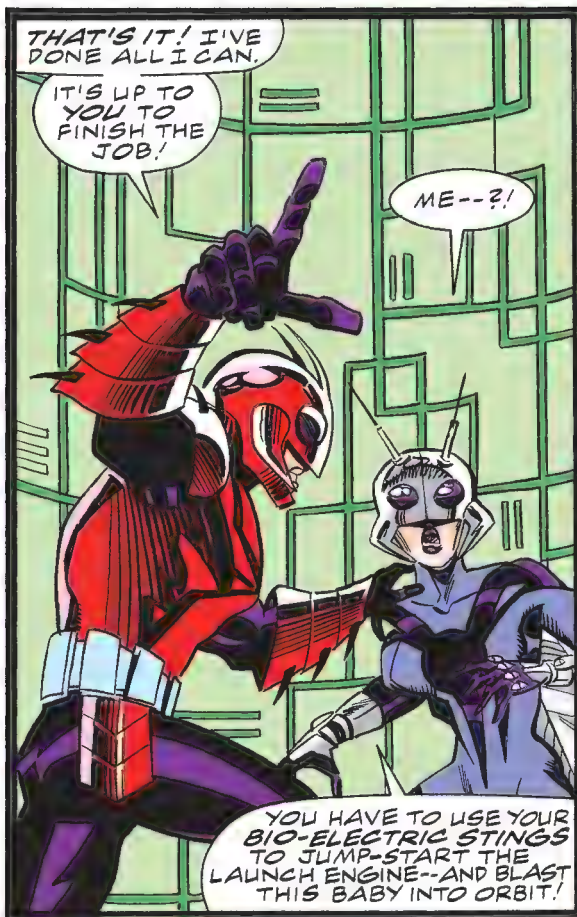
SHE'S ONLY
HERE TO
GUARD THIS
GIZMO!

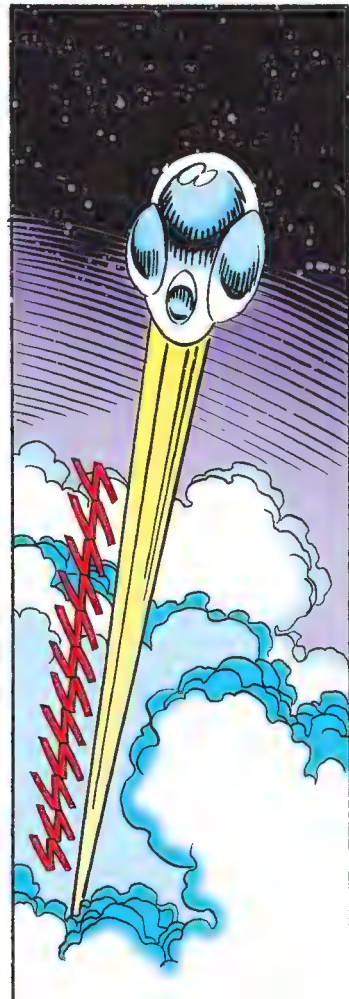
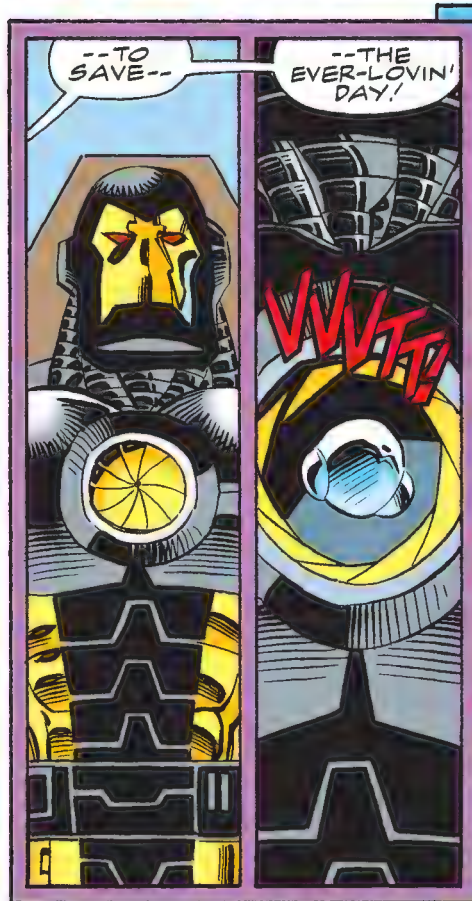
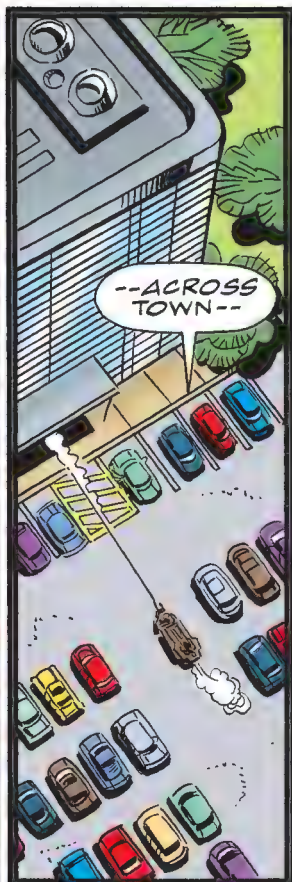
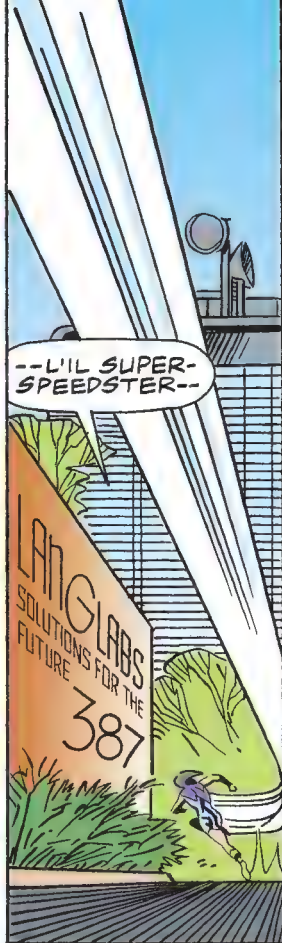
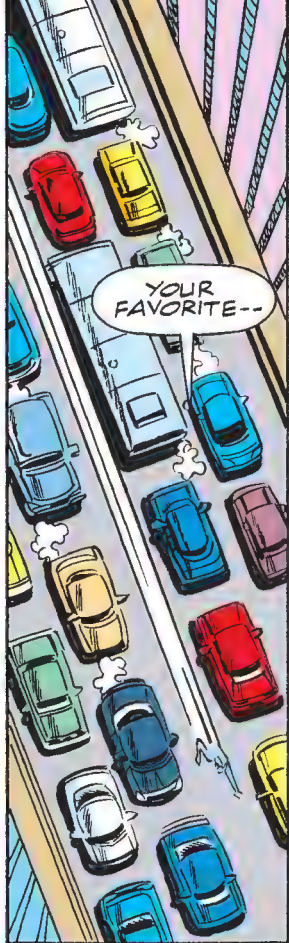
I'M PRETTY SURE I KNOW
WHO IS REALLY BEHIND
HER, AND--

ARRRRGHHH!











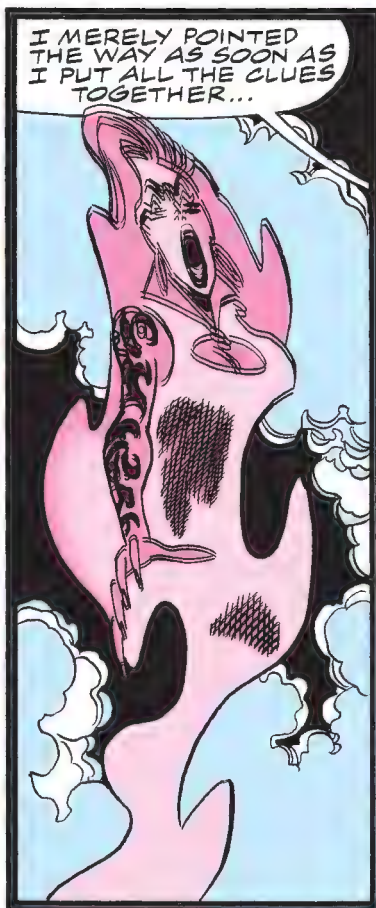
YOU DID IT!
YOUR QUICK
THINKING
STOPPED THE
ATTACK!

NO, AMERICAN
DREAM! YOU'RE
THE ONE WHO
ACTUALLY SAVED
US...

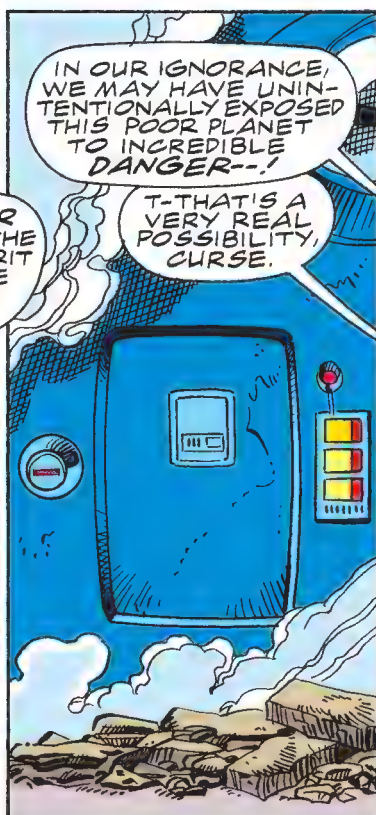
AFTER THEY RETURNED,
TONY STARK AND THE
SCARLET WITCH
BURIED THEMSELVES IN
A SUB-BASEMENT,
WORKING ON A DEVICE
TO PREVENT ANY
MORE ATTACKS.

A-AND YOU
BELIEVE THIS
DOME IS--?

MOTHER
EARTH! THE
GYPSY SPIRIT
MAY HAVE
TOLD THE
TRUTH...

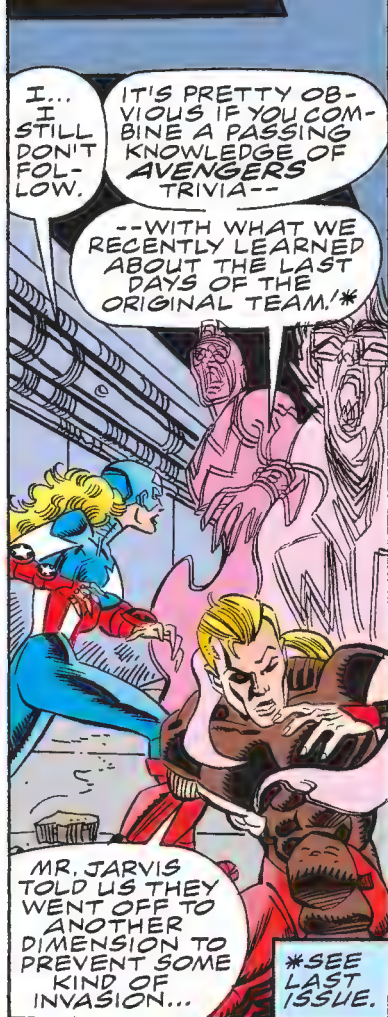


I MERELY POINTED
THE WAY AS SOON AS
I PUT ALL THE CLUES
TOGETHER...



IN OUR IGNORANCE,
WE MAY HAVE UNIN-
TENTIONALLY EXPOSED
THIS POOR PLANET
TO INCREDIBLE
DANGER--!

T-THAT IS A
VERY REAL
POSSIBILITY,
CURSE.



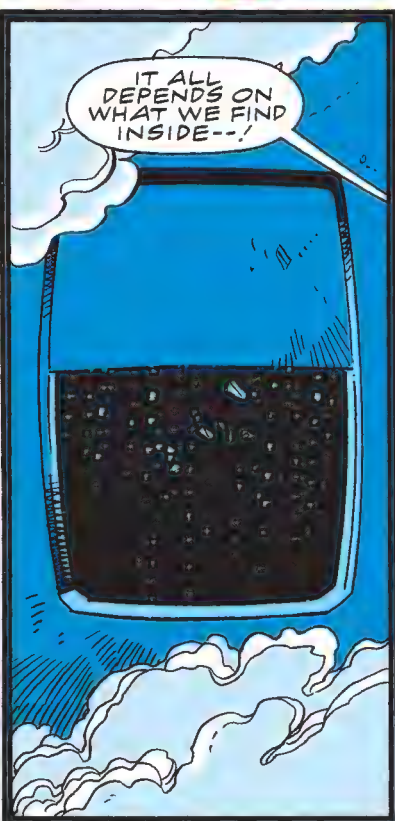
I...
I STILL
DON'T
FOL-
LOW.

IT'S PRETTY OB-
VIOUS IF YOU COM-
BINE A PASSING
KNOWLEDGE OF
AVENGERS
TRIVIA--

--WITH WHAT WE
RECENTLY LEARNED
ABOUT THE LAST
DAYS OF THE
ORIGINAL TEAM.*

MR. JARVIS
TOLD US THEY
WENT OFF TO
ANOTHER
DIMENSION TO
PREVENT SOME
KIND OF
INVASION...

*SEE
LAST
ISSUE.



IT ALL
DEPENDS ON
WHAT WE FIND
INSIDE--!



Y'KNOW, HINDSIGHT IS TWENTY-- TWENTY--

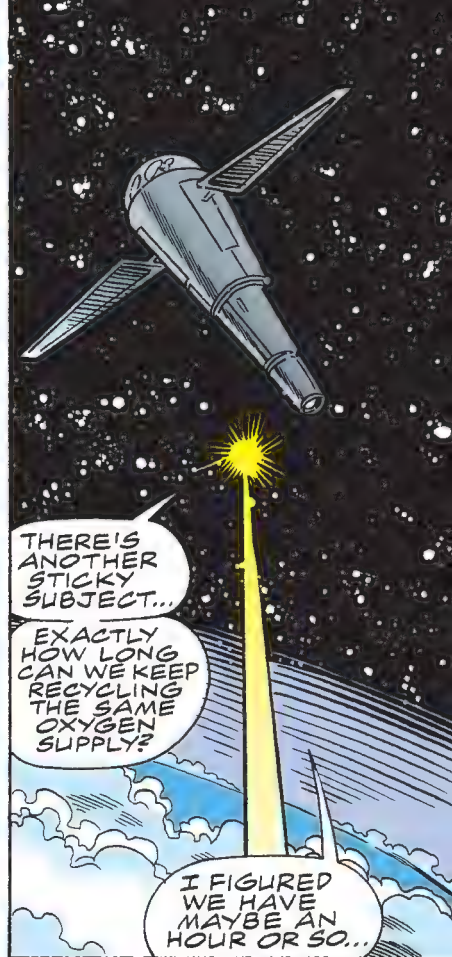
ANY IDEA HOW WE'RE SUPPOSED TO RETURN HOME?

--BUT WE REALLY SHOULD HAVE TRIED TO EXIT THIS MODULE BEFORE IT HEADED SPACE-WARD!

NOW YOU TELL ME?!

IF ALL GOES ACCORDING TO PLAN, WE CAN HITCH A RIDE WITH THE NEW MAINFRAME.

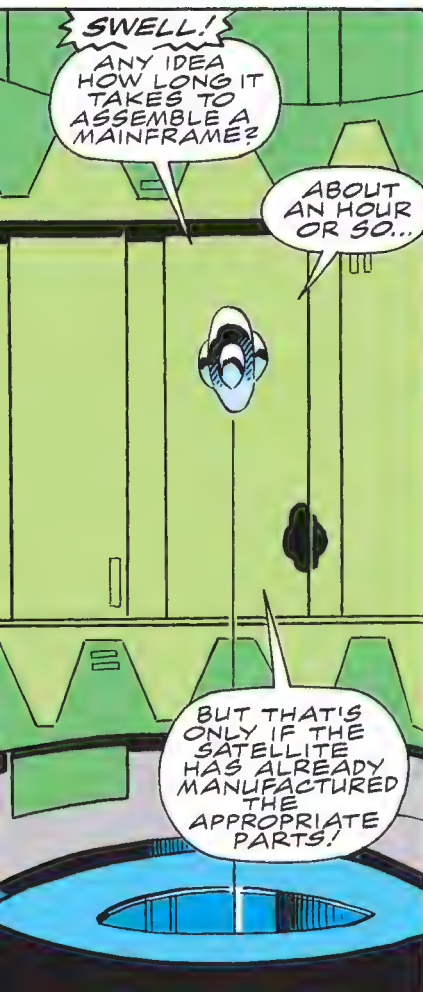
I'M JUST GLAD WE THOUGHT TO DESIGN THESE HELMETS WITH RE-BREATHING UNITS.



THERE'S ANOTHER STICKY SUBJECT...

EXACTLY HOW LONG CAN WE KEEP RECYCLING THE SAME OXYGEN SUPPLY?

I FIGURED WE HAVE MAYBE AN HOUR OR SO...



SWELL! ANY IDEA HOW LONG IT TAKES TO ASSEMBLE A MAINFRAME?

ABOUT AN HOUR OR SO...

BUT THAT'S ONLY IF THE SATELLITE HAS ALREADY MANUFACTURED THE APPROPRIATE PARTS!



GREAT! WONDERFUL! GLAD YOU DIDN'T LEAVE ANYTHING TO CHANCE!

WHAT HAPPENS NOW?

THE PROCESS SHOULD BEGIN IMMEDIATELY!

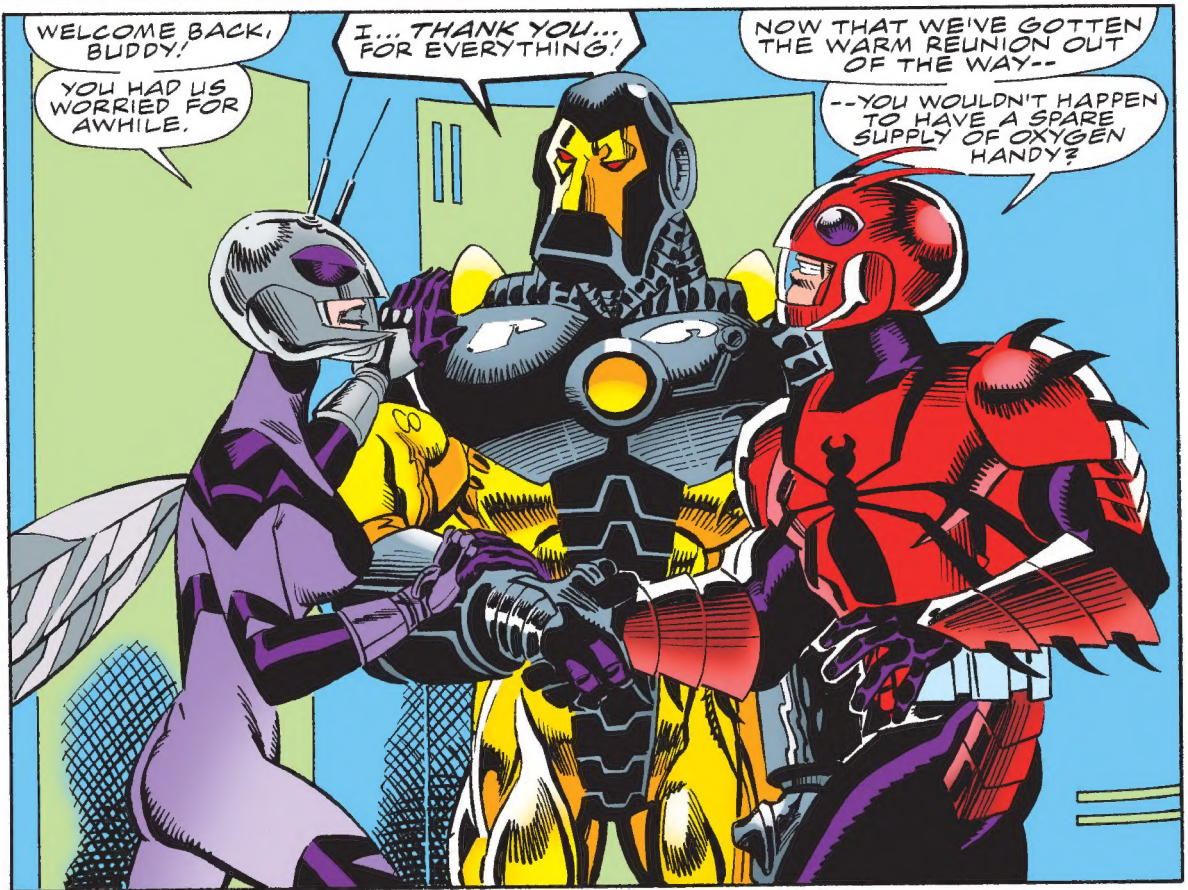
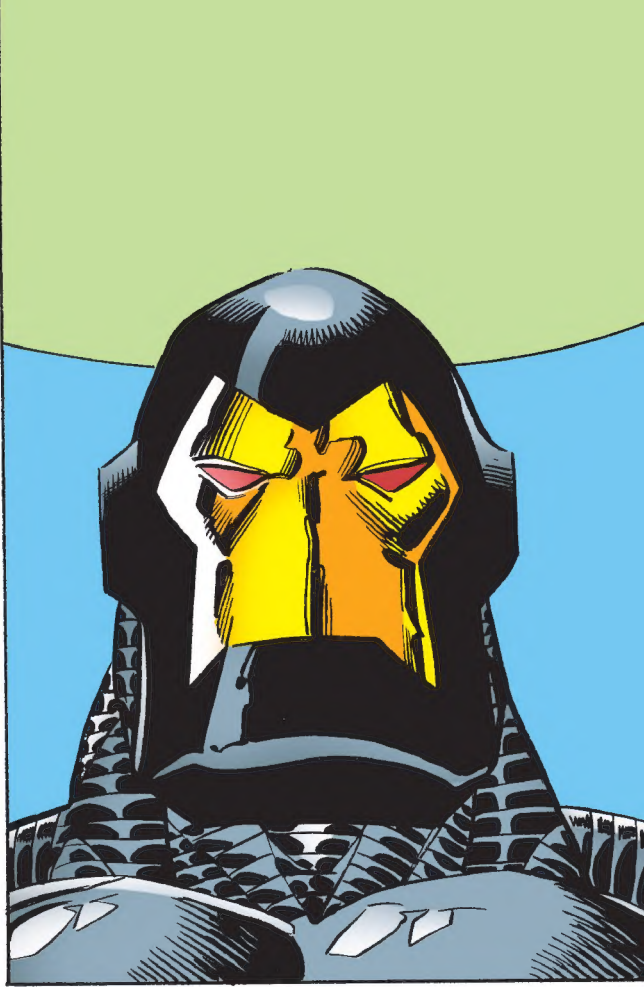
THEN LET'S GET OUT OF HERE... BEFORE WE'RE TRAPPED INSIDE!

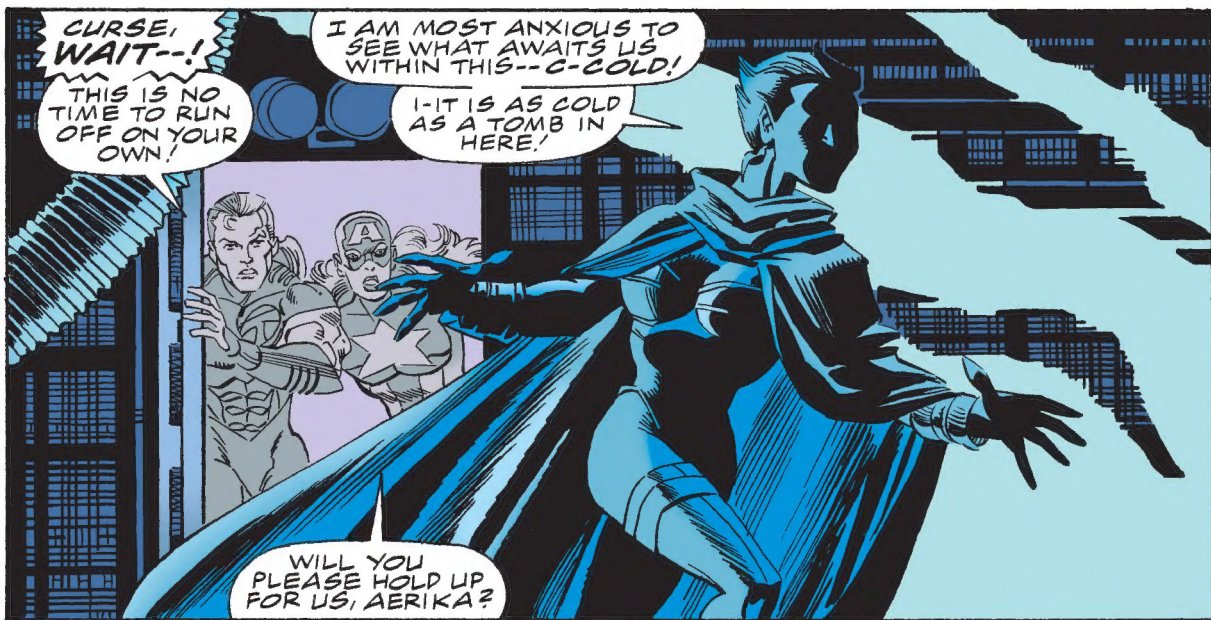


YOU DID SAY IMMEDIATELY, DIDN'T YOU?

PATIENCE, PUNKIN'!

TONY STARK DESIGNED THIS SYSTEM, AND I'M SURE THAT--HEY! THERE IT GOES!





CURSE,
WAIT--!

THIS IS NO
TIME TO RUN
OFF ON YOUR
OWN!

I AM MOST ANXIOUS TO
SEE WHAT AWAITS US
WITHIN THIS--C-COLD!

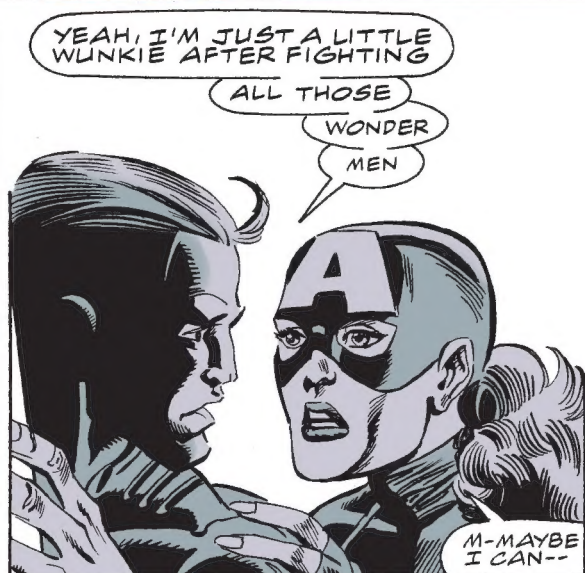
1-IT IS AS COLD
AS A TOMB IN
HERE!

WILL YOU
PLEASE HOLD UP
FOR US, AERIKA?



I SWEAR, IF ANYONE ON
THIS TEAM EVER STARTED
TO LISTEN, I'D--
UNNNHHHE

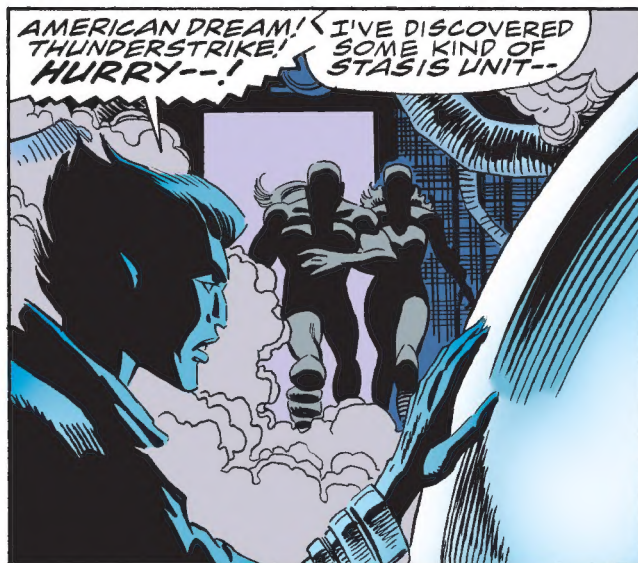
Y-YOU
OKAY,
STRIKE?



YEAH, I'M JUST A LITTLE
WUNKIE AFTER FIGHTING

ALL THOSE
WONDER
MEN

M-MAYBE
I CAN--



AMERICAN DREAM!
THUNDERSTRIKE!
HURRY--!

I'VE DISCOVERED
SOME KIND OF
STASIS UNIT--



--AND
LOOK
WHAT'S
INSIDE!

I... I CAN'T BELIEVE
IT!

MY HUNCH WAS
RIGHT!



I-IT'S THE
SCARLET
WITCH!

NEXT
ISSUE: **CROSSROADS!** DON'T
MISS
IT!



Shadowcat

